

HIGHLY CONFIDENTIAL – ATTORNEYS’ EYES ONLY

1 MICHAEL A. JACOBS (CA SBN 111664)
 MJacobs@mofo.com
 2 ARTURO J. GONZÁLEZ (CA SBN 121490)
 AGonzalez@mofo.com
 3 ERIC A. TATE (CA SBN 178719)
 ETate@mofo.com
 4 RUDY Y. KIM (CA SBN 199426)
 RKim@mofo.com
 5 MORRISON & FOERSTER LLP
 425 Market Street
 6 San Francisco, California 94105-2482
 Telephone: 415.268.7000
 7 Facsimile: 415.268.7522

8 KAREN L. DUNN (*Pro Hac Vice*)
 kdunn@bsflp.com
 9 HAMISH P.M. HUME (*Pro Hac Vice*)
 hhume@bsflp.com
 10 BOIES SCHILLER FLEXNER LLP
 1401 New York Avenue, N.W.
 11 Washington DC 20005
 Telephone: 202.237.2727
 12 Facsimile: 202.237.6131

13 Attorneys for Defendants
 UBER TECHNOLOGIES, INC.
 14 and OTTOMOTTO LLC

15 UNITED STATES DISTRICT COURT

16 NORTHERN DISTRICT OF CALIFORNIA

17 SAN FRANCISCO DIVISION

18 WAYMO LLC,
 19 Plaintiff,
 20 v.
 21 UBER TECHNOLOGIES, INC.,
 OTTOMOTTO LLC; OTTO TRUCKING LLC,
 22 Defendants.
 23

Case No. 3:17-cv-00939-WHA

**DEFENDANTS UBER
 TECHNOLOGIES, INC. AND
 OTTOMOTTO LLC’S OBJECTIONS
 AND RESPONSES TO WAYMO’S
 FIRST SET OF REQUESTS FOR
 PRODUCTION OF DOCUMENTS
 (NOS. 1-91)**

Trial Date: October 2, 2017

1 In accordance with Rules 26 and 34 of the Federal Rules of Civil Procedure, Defendants
2 Uber Technologies, Inc. and Ottomotto LLC (collectively “Defendants”) object and respond to
3 Plaintiff Waymo LLC’s First Set of Requests for Production of Documents, served on May 9,
4 2017.

5 **GENERAL OBJECTIONS**

6 Defendants make the following general responses and objections (“General Objections”)
7 to each definition, instruction, and request propounded in Plaintiff’s Requests for Production of
8 Documents. These General Objections are hereby incorporated into each specific response. The
9 assertion of the same, similar or additional objections or partial responses to the individual
10 requests does not waive any of Defendants’ General Objections.

11 1. Defendants object to each Request, Definition, or Instruction to the extent it seeks
12 or purports to impose obligations beyond or inconsistent with those imposed by the Federal Rules
13 of Civil Procedure, Federal Rules of Evidence, or the applicable rules and orders of this Court.

14 2. Nothing in these responses is an admission by Defendants of the existence,
15 relevance, or admissibility of any information, for any purpose. Defendants reserve all objections
16 as to competency, relevance, materiality, privilege, or admissibility related to the use of their
17 responses and any document or thing identified in their responses as evidence for any purpose
18 whatsoever in any subsequent proceeding in this action or any other action.

19 3. Defendants object to each Request to the extent it seeks information not within
20 Defendants’ possession, custody, or control and not kept by Defendants in the ordinary course of
21 business. Defendants will provide only relevant, non-privileged information that is within their
22 present possession, custody, or control and available after a reasonable investigation.

23 4. Defendants object to these Requests insofar as they purport to require Defendants
24 to search for information beyond that which is available after a reasonable search as it relates to
25 this case and the scope of discovery at this stage.

26 5. Defendants object to each Request to the extent that it calls for documents,
27 information, or things that are publicly available and therefore as accessible to Plaintiff as to
28 Defendants.

1 6. Defendants object to each Request to the extent that it is overbroad and not
2 proportional to the needs of the case, considering the importance of the issues in the action, the
3 amount in controversy, the parties’ relative access to relevant information, the parties’ resources,
4 the importance of the discovery in resolving the issues, and whether the burden or expense of the
5 proposed discovery outweighs its likely benefit.

6 7. Defendants object to each Request to the extent that it is not limited in time.
7 Defendants will produce information from a reasonable time period as it relates to this case.

8 8. Defendants object to each Request to the extent it seeks a response from persons or
9 entities that are not parties to the lawsuit and over whom Defendants have no control. Defendants
10 respond to the Requests on Defendants’ own behalf.

11 9. To the extent any Request, Instruction, or Definition may be construed as calling
12 for disclosure of information subject to the attorney-client privilege, work product immunity,
13 joint defense or common interest, or any other applicable privilege or protection, Defendants
14 hereby claim such privileges and immunities and object on such grounds. Defendants do not
15 waive, intentionally or otherwise, any attorney-client privilege, work-product immunity, joint
16 defense or common-interest privilege or any other privilege, immunity, or other protection that
17 may be asserted to protect information from disclosure.

18 8. Defendants object to the Requests to the extent that they are compound, complex
19 and contain multiple subparts.

20 9. Defendants object to the definitions of “WAYMO,” “GOOGLE,” “OTTO
21 TRUCKING,” “ODIN WAVE,” “TYTO,” “POUCH HOLDINGS,” “DOGWOOD LEASING,”
22 “APPARATE INTERNATIONAL,” and “STROZ” as overbroad, vague, and ambiguous because
23 Defendants do not know, for example, all “current and former employees, counsel, agents,
24 consultants, representatives, and any other persons acting on behalf of” each entity.

25 10. Defendants object to the definition of “MISAPPROPRIATED MATERIALS” as
26 overbroad, vague, and ambiguous to the extent it includes materials unknown to Defendants or
27 that are otherwise not relevant to the issues in this litigation.

28 11. Defendants object to Instruction No. 1 as overbroad, unduly burdensome, and not

1 proportional to the needs of the case to the extent it purports to impose duties greater than those
2 set forth in Paragraphs 12 and 13 of the Court’s Supplemental Order to Order Setting Initial Case
3 Management Conference in Civil Cases Before Judge William Alsup (“Supplemental Order”).

4 12. Defendants object to Instruction Nos. 3 through 5 as overbroad, unduly
5 burdensome, and not proportional to the needs of the case to the extent they purport to impose
6 duties greater than those set forth in Paragraph 14 of the Court’s Supplemental Order.

7 13. Defendants object to Instruction No. 7 as overbroad, unduly burdensome, and not
8 proportional to the needs of the case, including to the extent it purports to impose duties greater
9 than those set forth in Paragraph 12 to the Court’s Supplemental Order.

10 14. Although Defendants have diligently complied with their discovery obligations at
11 this stage, their investigations in connection with this litigation are continuing. These responses
12 are limited to information obtained to date and are given without prejudice to Defendants’ right to
13 amend or supplement their responses after considering information obtained through further
14 discovery or investigation.

15 Subject to without waiving its General Objections, Defendants object and respond to the
16 Requests as follow:

17 **SPECIFIC OBJECTIONS AND RESPONSES**

18 **REQUEST FOR PRODUCTION NO. 1:**

19 All agreements between STROZ and any DEFENDANT REGARDING
20 LEVANDOWSKI, Lior Ron, OTTO, OTTOMOTTO, GOOGLE, WAYMO, or the
21 MISAPPROPRIATED MATERIALS.

22 **RESPONSE TO REQUEST FOR PRODUCTION NO. 1:**

23 Defendants have already produced documents responsive to this Request in production
24 volumes 10, 31, and 37.

25 This Request seeks privileged information that is the subject of a pending appeal.
26 Defendants cannot produce that information unless and until the appeal is resolved.
27
28

1 Defendants object to this Request to the extent that it seeks information protected by the
2 attorney-client privilege or the work product doctrine or that is otherwise privileged or protected
3 from discovery, regardless of the outcome of the appeal.

4
5 **REQUEST FOR PRODUCTION NO. 2:**

6 All DOCUMENTS and COMMUNICATIONS REGARDING agreements between
7 STROZ and any DEFENDANT REGARDING LEVANDOWSKI, Lior Ron, OTTO,
8 OTTOMOTTO, GOOGLE, WAYMO, or the MISAPPROPRIATED MATERIALS.

9 **RESPONSE TO REQUEST FOR PRODUCTION NO. 2:**

10 Defendants have already produced documents responsive to this Request in production
11 volume 30.

12 This Request seeks privileged information that is the subject of a pending appeal.
13 Defendants cannot produce that information unless and until the appeal is resolved.

14 Defendants object to this Request to the extent that it seeks information protected by the
15 attorney-client privilege or the work product doctrine or that is otherwise privileged or protected
16 from discovery, regardless of the outcome of the appeal. Defendants have already furnished
17 privilege logs for documents that potentially could be responsive to the Court’s March 16, 2017
18 order. To the extent this Request seeks additional documents, Defendants object that it is
19 overbroad, unduly burdensome, and not proportional to the needs of the case insofar as it seeks
20 “all” documents and communications.

21
22 **REQUEST FOR PRODUCTION NO. 3:**

23 All agreements between STROZ and LEVANDOWSKI.

24 **RESPONSE TO REQUEST FOR PRODUCTION NO. 3:**

25 Defendants have already produced documents responsive to this Request in production
26 volume 37.

27 This Request seeks privileged information that is the subject of a pending appeal.
28 Defendants cannot produce that information unless and until the appeal is resolved.

1 Defendants object to this Request to the extent it seeks documents outside the possession,
2 custody, or control of Defendants. Defendants further object to this Request to the extent that it
3 seeks information protected by the attorney-client privilege or the work product doctrine or that is
4 otherwise privileged or protected from discovery, regardless of the outcome of the appeal.

5
6 **REQUEST FOR PRODUCTION NO. 4:**

7 All DOCUMENTS and COMMUNICATIONS REGARDING agreements between
8 STROZ and LEVANDOWSKI.

9 **RESPONSE TO REQUEST FOR PRODUCTION NO. 4:**

10 This Request seeks privileged information that is the subject of a pending appeal.
11 Defendants cannot produce that information unless and until the appeal is resolved.

12 Defendants object to this Request to the extent it seeks documents outside the possession,
13 custody, or control of Defendants. Defendants further object to this Request to the extent that it
14 seeks information protected by the attorney-client privilege or the work product doctrine or that is
15 otherwise privileged or protected from discovery, regardless of the outcome of the appeal.
16 Defendants have already furnished privilege logs for documents that potentially could be
17 responsive to the Court’s March 16, 2017 order. To the extent this Request seeks additional
18 documents, Defendants object that it is overbroad, unduly burdensome, and not proportional to
19 the needs of the case insofar as it seeks “all” documents and communications.

20
21 **REQUEST FOR PRODUCTION NO. 5:**

22 All agreements between LEVANDOWSKI and any DEFENDANT.

23 **RESPONSE TO REQUEST FOR PRODUCTION NO. 5:**

24 Defendants have already produced non-privileged documents responsive to this Request
25 in production volumes 32 and 42. After a reasonably diligent search, Defendants have not located
26 any additional responsive documents.

27 Defendants object to this Request to the extent that it seeks information protected by the
28 attorney-client privilege or the work product doctrine or that is otherwise privileged or protected

1 from discovery. Defendants further object to this Request as irrelevant, overbroad, and not
2 proportional to the needs of the case; specifically, Defendants object that the Request is overbroad
3 as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the
4 case to the extent it calls for the production of documents that are unrelated to this litigation.

5
6 **REQUEST FOR PRODUCTION NO. 6:**

7 All DOCUMENTS and COMMUNICATIONS REGARDING agreements between
8 LEVANDOWSKI and any DEFENDANT.

9 **RESPONSE TO REQUEST FOR PRODUCTION NO. 6:**

10 Defendants object to this Request to the extent that it seeks information protected by the
11 attorney-client privilege or the work product doctrine or that is otherwise privileged or protected
12 from discovery. Defendants further object to this Request as irrelevant, overbroad, and not
13 proportional to the needs of the case; specifically, Defendants object that the Request is overbroad
14 as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the
15 case to the extent it calls for the production of documents that are unrelated to this litigation.

16 Defendants are willing to meet and confer with Plaintiff to narrow the scope, subject
17 matter, and time frame of this Request.

18
19 **REQUEST FOR PRODUCTION NO. 7:**

20 All agreements between UBER, on the one hand, and OTTOMOTTO and/or
21 OTTOTRUCKING, on the other.

22 **RESPONSE TO REQUEST FOR PRODUCTION NO. 7:**

23 Defendants have already produced documents responsive to this Request in production
24 volumes 27, 28, 29, 35, and 41. After a reasonably diligent search, Defendants have not located
25 any additional responsive documents.

26 Defendants object to this Request as irrelevant, overbroad, and not proportional to the
27 needs of the case; specifically, Defendants object that the Request is overbroad as to scope,
28

1 subject matter, and time, and is irrelevant and not proportional to the needs of the case to the
2 extent it calls for the production of documents that are unrelated to this litigation.

3
4 **REQUEST FOR PRODUCTION NO. 8:**

5 All DOCUMENTS and COMMUNICATIONS REGARDING agreements between
6 UBER and OTTOMOTTO and/or OTTO TRUCKING.

7 **RESPONSE TO REQUEST FOR PRODUCTION NO. 8:**

8 Defendants object to this Request to the extent that it seeks information protected by the
9 attorney-client privilege or the work product doctrine or that is otherwise privileged or protected
10 from discovery. Defendants further object to this Request as irrelevant, overbroad, and not
11 proportional to the needs of the case; specifically, Defendants object that the Request is overbroad
12 as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the
13 case to the extent it calls for the production of documents that are unrelated to this litigation.

14 Defendants are willing to meet and confer with Plaintiff to narrow the scope, subject
15 matter, and time frame of this Request.

16
17 **REQUEST FOR PRODUCTION NO. 9:**

18 All agreements between OTTOMOTTO and OTTO TRUCKING.

19 **RESPONSE TO REQUEST FOR PRODUCTION NO. 9:**

20 Defendants will produce all relevant, responsive, non-privileged agreements located
21 through a reasonably diligent search.

22 Defendants object to this Request to the extent that it seeks information protected by the
23 attorney-client privilege or the work product doctrine or that is otherwise privileged or protected
24 from discovery. Defendants further object to this Request as irrelevant, overbroad, and not
25 proportional to the needs of the case; specifically, Defendants object that the Request is overbroad
26 as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the
27 case to the extent it calls for the production of documents that are unrelated to this litigation.

REQUEST FOR PRODUCTION NO. 10:

All DOCUMENTS and COMMUNICATIONS REGARDING agreements between OTTOMOTTO and OTTO TRUCKING.

RESPONSE TO REQUEST FOR PRODUCTION NO. 10:

Defendants object to this Request to the extent that it seeks information protected by the attorney-client privilege or the work product doctrine or that is otherwise privileged or protected from discovery. Defendants further object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the case to the extent it calls for the production of documents that are unrelated to this litigation.

Defendants are willing to meet and confer with Plaintiff to narrow the scope, subject matter, and time frame of this Request.

REQUEST FOR PRODUCTION NO. 11:

DOCUMENTS sufficient to show the relationship between OTTOMOTTO and OTTO TRUCKING.

RESPONSE TO REQUEST FOR PRODUCTION NO. 11:

Defendants will produce a document or documents in their possession, custody, or control sufficient to show the relationship between OTTOMOTTO and OTTO TRUCKING, to the extent there is any relationship.

Defendants object to this Request to the extent it is duplicative of other Requests and, therefore, unnecessary and unduly burdensome. Request No. 11 is duplicative of, inter alia, Request Nos. 9 and 10.

REQUEST FOR PRODUCTION NO. 12:

DOCUMENTS sufficient to show the relationship between UBER and OTTO TRUCKING.

RESPONSE TO REQUEST FOR PRODUCTION NO. 12:

Defendants have produced documents sufficient to show the relationship between Uber and Otto Trucking in production volumes 27, 28, 29, and 35. Defendants consider their production to be complete at this time.

Defendants object to this Request to the extent it is duplicative of other Requests and, therefore, unnecessary and unduly burdensome. Request No. 12 is duplicative of, inter alia, Request Nos. 7 and 8.

REQUEST FOR PRODUCTION NO. 13:

All agreements between LEVANDOWSKI and TYTO and/or ODIN WAVE.

RESPONSE TO REQUEST FOR PRODUCTION NO. 13:

After a diligent search and reasonable inquiry, Defendants respond that Defendants have no documents responsive to this Request.

Defendants object to this Request to the extent it seeks documents outside the possession, custody, or control of Defendants. Defendants further object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the case to the extent it calls for the production of documents that are unrelated to this litigation.

REQUEST FOR PRODUCTION NO. 14:

All DOCUMENTS and COMMUNICATIONS REGARDING agreements between LEVANDOWSKI and TYTO and/or ODIN WAVE.

RESPONSE TO REQUEST FOR PRODUCTION NO. 14:

After a diligent search and reasonable inquiry, Defendants respond that Defendants have no documents responsive to this Request.

Defendants object to this Request to the extent it seeks documents outside the possession, custody, or control of Defendants, and to the extent that it seeks information protected by the

1 attorney-client privilege or the work product doctrine or that is otherwise privileged or protected
2 from discovery. Defendants further object to this Request as irrelevant, overbroad, and not
3 proportional to the needs of the case to the extent it calls for the production of documents that are
4 unrelated to this litigation.

5
6 **REQUEST FOR PRODUCTION NO. 15:**

7 DOCUMENTS sufficient to show the relationship between LEVANDOWSKI and TYTO
8 and/or ODIN WAVE.

9 **RESPONSE TO REQUEST FOR PRODUCTION NO. 15:**

10 After a diligent search and reasonable inquiry, Defendants respond that Defendants have
11 no documents responsive to this Request.

12 Defendants object to this Request to the extent it seeks documents outside the possession,
13 custody, or control of Defendants. Defendants further object to this Request as duplicative of
14 other Requests, including but not limited to Request Nos. 13 and 14.

15
16 **REQUEST FOR PRODUCTION NO. 16:**

17 All agreements between LEVANDOWSKI and DOGWOOD LEASING, POUCH
18 HOLDINGS, and/or APPARATE INTERNATIONAL.

19 **RESPONSE TO REQUEST FOR PRODUCTION NO. 16:**

20 After a diligent search and reasonable inquiry, Defendants respond that Defendants have
21 no documents responsive to this Request.

22 Defendants object to this Request to the extent it seeks documents outside the possession,
23 custody, or control of Defendants. Defendants further object to this Request as irrelevant,
24 overbroad, and not proportional to the needs of the case; specifically, Defendants object that the
25 Request is overbroad as to scope, subject matter, and time, and is irrelevant and not proportional
26 to the needs of the case to the extent it calls for the production of documents that are unrelated to
27 this litigation.
28

REQUEST FOR PRODUCTION NO. 17:

DOCUMENTS sufficient to show the relationship between LEVANDOWSKI and DOGWOOD LEASING, POUCH HOLDINGS, and/or APPARATE INTERNATIONAL.

RESPONSE TO REQUEST FOR PRODUCTION NO. 17:

After a diligent search and reasonable inquiry, Defendants respond that Defendants have no documents responsive to this Request.

Defendants object to this Request to the extent it seeks documents outside the possession, custody, or control of Defendants, and as overbroad insofar as it seeks documents regarding Apparate International. Defendants further object to this Request as duplicative of other Requests, including but not limited to Request No. 16.

REQUEST FOR PRODUCTION NO. 18:

All DOCUMENTS and COMMUNICATIONS REGARDING agreements between LEVANDOWSKI and DOGWOOD LEASING, POUCH HOLDINGS, and/or APPARATE INTERNATIONAL.

RESPONSE TO REQUEST FOR PRODUCTION NO. 18:

After a diligent search and reasonable inquiry, Defendants respond that Defendants have no documents responsive to this Request.

Defendants object to this Request to the extent it seeks documents outside the possession, custody, or control of Defendants, and to the extent that it seeks information protected by the attorney-client privilege or the work product doctrine or that is otherwise privileged or protected from discovery. Defendants further object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the case to the extent it calls for the production of documents that are unrelated to this litigation.

REQUEST FOR PRODUCTION NO. 19:

All agreements between any DEFENDANT and TYTO and/or ODIN WAVE.

RESPONSE TO REQUEST FOR PRODUCTION NO. 19:

Defendants have produced documents responsive to this Request pursuant to expedited Requests for Production Nos. 4 and 22. Defendants consider their production to be complete at this time.

REQUEST FOR PRODUCTION NO. 20:

All DOCUMENTS and COMMUNICATIONS REGARDING agreements between any DEFENDANT and TYTO and/or ODIN WAVE.

RESPONSE TO REQUEST FOR PRODUCTION NO. 20:

Defendants will produce responsive non-privileged DOCUMENTS and COMMUNICATIONS between Tyto, on one hand, and Uber or Ottomotto, on the other hand, located through a reasonably diligent search, to the extent such DOCUMENTS and COMMUNICATIONS relate to agreements that were previously produced by Defendants in connection with expedited Requests for Production Nos. 4 and 22.

Defendants object to this Request to the extent that it seeks information protected by the attorney-client privilege or the work product doctrine or that is otherwise privileged or protected from discovery. Defendants further object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the case to the extent it calls for the production of documents that are unrelated to this litigation.

REQUEST FOR PRODUCTION NO. 21:

DOCUMENTS sufficient to show the relationship between any DEFENDANT and TYTO and/or ODIN WAVE.

RESPONSE TO REQUEST FOR PRODUCTION NO. 21:

Defendants have produced documents responsive to this Request pursuant to expedited Requests for Production Nos. 4 and 22. Defendants consider their production to be complete at this time.

REQUEST FOR PRODUCTION NO. 22:

All agreements between any DEFENDANT and DOGWOOD LEASING, POUCH HOLDINGS, and/or APPARATE INTERNATIONAL.

RESPONSE TO REQUEST FOR PRODUCTION NO. 22:

After a diligent search and reasonable inquiry, Defendants respond that they have no responsive agreements with Dogwood Leasing or Pouch Holdings.

Defendants object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants object that the Request is overbroad as to scope—especially insofar as it seeks documents regarding Apparate International—, subject matter, and time, and is irrelevant and not proportional to the needs of the case to the extent it calls for the production of documents that are unrelated to this litigation.

REQUEST FOR PRODUCTION NO. 23:

All DOCUMENTS and COMMUNICATIONS REGARDING agreements between any DEFENDANT and DOGWOOD LEASING, POUCH HOLDINGS, and/or APPARATE INTERNATIONAL.

RESPONSE TO REQUEST FOR PRODUCTION NO. 23:

After a diligent search and reasonable inquiry, Defendants respond that they have no responsive agreements with Dogwood Leasing or Pouch Holdings.

Defendants object to this Request to the extent that it seeks information protected by the attorney-client privilege or the work product doctrine or that is otherwise privileged or protected from discovery. Defendants further object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants object that the Request is overbroad as to scope—especially insofar as it seeks documents regarding Apparate International—, subject matter, and time, and is irrelevant and not proportional to the needs of the case to the extent it calls for the production of documents that are unrelated to this litigation.

REQUEST FOR PRODUCTION NO. 24:

All agreements between TYTO and/or ODIN WAVE, on the one hand, and DOGWOOD LEASING, POUCH HOLDINGS, and/or APPARATE INTERNATIONAL, on the other.

RESPONSE TO REQUEST FOR PRODUCTION NO. 24:

After a diligent search and reasonable inquiry, Defendants respond that Defendants have no documents responsive to this Request as to Dogwood Leasing. Defendants will produce all relevant, responsive agreements located through a reasonably diligent search.

Defendants object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the case to the extent it calls for the production of documents that are unrelated to this litigation.

REQUEST FOR PRODUCTION NO. 25:

All DOCUMENTS and COMMUNICATIONS REGARDING agreements between TYTO and/or ODIN WAVE, on the one hand, and DOGWOOD LEASING, POUCH HOLDINGS, and/or APPARATE INTERNATIONAL, on the other.

RESPONSE TO REQUEST FOR PRODUCTION NO. 25:

Defendants will produce relevant, responsive non-privileged DOCUMENTS and COMMUNICATIONS located through a reasonably diligent search.

Defendants object to this Request to the extent that it seeks information protected by the attorney-client privilege or the work product doctrine or that is otherwise privileged or protected from discovery. Defendants further object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the case to the extent it calls for the production of documents that are unrelated to this litigation.

REQUEST FOR PRODUCTION NO. 26:

DOCUMENTS sufficient to show the relationship between TYTO and/or ODIN WAVE, on the one hand, and DOGWOOD LEASING, POUCH HOLDINGS, and/or APPARATE INTERNATIONAL, on the other.

RESPONSE TO REQUEST FOR PRODUCTION NO. 26:

After a diligent search and reasonable inquiry, Defendants respond that Defendants have no documents responsive to this Request as to Dogwood Leasing or Apparate International. Defendants will produce a DOCUMENT or DOCUMENTS responsive to this Request as to Pouch Holdings.

Defendants object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the case to the extent it calls for the production of documents that are unrelated to this litigation.

REQUEST FOR PRODUCTION NO. 27:

DOCUMENTS sufficient to show the reasons behind UBER’s decision to acquire OTTOMOTTO.

RESPONSE TO REQUEST FOR PRODUCTION NO. 27:

Defendants have produced documents sufficient to show the reasons behind UBER’s decision to acquire OTTOMOTTO in production volumes 27, 29, and 35.

Defendants object to this Request to the extent that it seeks information protected by the attorney-client privilege or the work product doctrine or that is otherwise privileged or protected from discovery. Defendants further object to this Request as vague and ambiguous, including as to the phrase “reasons behind.”

REQUEST FOR PRODUCTION NO. 28:

All DOCUMENTS and COMMUNICATIONS REGARDING UBER’s due diligence of OTTOMOTTO.

RESPONSE TO REQUEST FOR PRODUCTION NO. 28:

Defendants have produced documents responsive to this Request in production volumes 19, 26, 27, 28, 29, 32, 33, 37, 40, 41, and 42. Moreover, this Request is the subject of current motion practice, and Defendants cannot produce further requested non-privileged information unless and until the issue is resolved. Defendants are willing to meet and confer with Plaintiff to narrow the scope, subject matter, and time frame of this Request for any further productions.

Defendants object to this Request to the extent that it seeks information protected by the attorney-client privilege or the work product doctrine or that is otherwise privileged or protected from discovery. Defendants have already furnished privilege logs for documents that potentially could be responsive to the Court’s March 16, 2017 order. To the extent this Request seeks additional documents, Defendants object that it is overbroad, unduly burdensome, and not proportional to the needs of the case insofar as it seeks “all” documents and communications. Defendants further object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the case to the extent it calls for the production of documents that are unrelated to this litigation.

REQUEST FOR PRODUCTION NO. 29:

All DOCUMENTS and COMMUNICATIONS REGARDING negotiations over UBER’s acquisition of OTTOMOTTO.

RESPONSE TO REQUEST FOR PRODUCTION NO. 29:

Defendants object to this Request to the extent that it seeks information protected by the attorney-client privilege or the work product doctrine or that is otherwise privileged or protected from discovery. Defendants further object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the case to the extent it calls for the production of documents that are unrelated to this litigation.

1 Defendants additionally object that responding to this Request would be oppressive and unduly
2 burdensome.

3 Defendants are willing to meet and confer with Plaintiff to narrow the scope, subject
4 matter, and time frame of this Request.

5
6 **REQUEST FOR PRODUCTION NO. 30:**

7 All DOCUMENTS REGARDING any consulting work by LEVANDOWSKI for UBER
8 before August 18, 2016.

9 **RESPONSE TO REQUEST FOR PRODUCTION NO. 30:**

10 Defendants have produced documents responsive to this Request in production volumes
11 51 and 52, and in connection with Defendants’ production pursuant to expedited Requests 13-17.
12 To the extent Defendants locate any additional non-privileged responsive documents related to
13 LiDAR, they will produce such documents.

14 Defendants object to this Request to the extent that the term “REGARDING any
15 consulting work” is vague and ambiguous in the context of this Request. Defendants further
16 object to this Request as irrelevant, overbroad, and not proportional to the needs of the case;
17 specifically, Defendants object that the Request is overbroad as to scope, subject matter, and time,
18 and is irrelevant and not proportional to the needs of the case to the extent it calls for the
19 production of documents that are unrelated to this litigation.

20
21 **REQUEST FOR PRODUCTION NO. 31:**

22 All COMMUNICATIONS between LEVANDOWSKI and UBER before August 18,
23 2016.

24 **RESPONSE TO REQUEST FOR PRODUCTION NO. 31:**

25 Defendants have produced documents responsive to this Request. Defendants will
26 produce responsive non-privileged COMMUNICATIONS located through a reasonably diligent
27 search.

1 Defendants object to this Request to the extent that it seeks information protected by the
2 attorney-client privilege or the work product doctrine or that is otherwise privileged or protected
3 from discovery. Defendants have already furnished privilege logs for documents that potentially
4 could be responsive to the Court’s March 16, 2017 order. To the extent this Request seeks
5 additional privileged documents, Defendants object that it is overbroad, unduly burdensome, and
6 not proportional to the needs of the case. Defendants further object to this Request as overbroad
7 as to scope and subject matter to the extent it calls for the production of documents that are
8 unrelated to this litigation.

9
10 **REQUEST FOR PRODUCTION NO. 32:**

11 All DOCUMENTS and COMMUNICATIONS REGARDING work performed by
12 OTTOMOTTO, OTTO TRUCKING, ODIN WAVE, and/or TYTO for UBER before August 18,
13 2016.

14 **RESPONSE TO REQUEST FOR PRODUCTION NO. 32:**

15 Defendants have produced documents responsive to this Request in production volumes
16 51 and 52, and in connection with Defendants’ production pursuant to expedited Requests 13-17.
17 Defendants are willing to meet and confer with Plaintiff to narrow the scope, subject matter, and
18 time frame of this Request for any further productions.

19 Defendants object to this Request to the extent that it seeks information protected by the
20 attorney-client privilege or the work product doctrine or that is otherwise privileged or protected
21 from discovery. Defendants further object to this Request as irrelevant, overbroad, and not
22 proportional to the needs of the case; specifically, Defendants object that the Request is overbroad
23 as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the
24 case to the extent it calls for the production of documents that are unrelated to this litigation.
25 Defendants also object to this Request as improperly compound, as it seeks documents and
26 communications regarding four separate categories of information. Defendants additionally
27 object that responding to this Request would be oppressive and unduly burdensome.

REQUEST FOR PRODUCTION NO. 33:

All DOCUMENTS and COMMUNICATIONS REGARDING work performed by APPARATE INTERNATIONAL, POUCH HOLDINGS, and/or DOGWOOD LEASING for UBER before August 18, 2016.

RESPONSE TO REQUEST FOR PRODUCTION NO. 33:

After a diligent search and reasonable inquiry, Defendants respond that Defendants have no documents responsive to this Request.

Defendants object to this Request to the extent that it seeks information protected by the attorney-client privilege or the work product doctrine or that is otherwise privileged or protected from discovery. Defendants further object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the case to the extent it calls for the production of documents that are unrelated to this litigation. Defendants also object to this Request as improperly compound, as it seeks documents and communications regarding three separate categories of information. Defendants additionally object that responding to this Request would be oppressive and unduly burdensome.

REQUEST FOR PRODUCTION NO. 34:

DOCUMENTS sufficient to show the reasons behind OTTOMOTTO’s decision to acquire TYTO and/or ODIN WAVE.

RESPONSE TO REQUEST FOR PRODUCTION NO. 34:

Defendants have already produced documents sufficient to show the reasons behind [REDACTED] in connection with the document requests served with the deposition notice of David Meall. Defendants consider their production to be complete at this time. If, however, Defendants locate additional non-privileged responsive documents that address additional reasons for the [REDACTED], they will produce such documents.

1 Defendants object to this Request to the extent it seeks documents outside the possession,
2 custody, or control of Defendants. Defendants object to this Request to the extent that it seeks
3 information protected by the attorney-client privilege or the work product doctrine or that is
4 otherwise privileged or protected from discovery. Defendants further object to this Request as
5 vague and ambiguous, including as to the phrase “reasons behind.”

6
7 **REQUEST FOR PRODUCTION NO. 35:**

8 All DOCUMENTS and COMMUNICATIONS REGARDING OTTOMOTTO’s due
9 diligence of TYTO and/or ODIN WAVE.

10 **RESPONSE TO REQUEST FOR PRODUCTION NO. 35:**

11 Defendants will produce any responsive non-privileged DOCUMENTS and
12 COMMUNICATIONS exchanged between Tyto and Ottomotto located through a reasonably
13 diligent search.

14 Defendants object to this Request to the extent it seeks documents outside the possession,
15 custody, or control of Defendants. Defendants object to this Request to the extent that it seeks
16 information protected by the attorney-client privilege or the work product doctrine or that is
17 otherwise privileged or protected from discovery. Defendants further object to this Request as
18 irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants
19 object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not
20 proportional to the needs of the case to the extent it calls for the production of documents that are
21 unrelated to this litigation. Defendants further object to this Request to the extent that the term
22 “due diligence” is vague and ambiguous in the context of this Request.

23
24 **REQUEST FOR PRODUCTION NO. 36:**

25 All DOCUMENTS and COMMUNICATIONS REGARDING UBER’s due diligence of
26 TYTO and/or ODIN WAVE.

RESPONSE TO REQUEST FOR PRODUCTION NO. 36:

Defendants will produce any non-privileged responsive DOCUMENTS and COMMUNICATIONS exchanged between Tyto and Uber located through a reasonably diligent search.

Defendants object to this Request to the extent that it seeks information protected by the attorney-client privilege or the work product doctrine or that is otherwise privileged or protected from discovery. Defendants further object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the case to the extent it calls for the production of documents that are unrelated to this litigation.

REQUEST FOR PRODUCTION NO. 37:

All DOCUMENTS and COMMUNICATIONS REGARDING negotiations over OTTOMOTTO’s acquisition of TYTO and/or ODIN WAVE.

RESPONSE TO REQUEST FOR PRODUCTION NO. 37:

Defendants object to this Request to the extent that it seeks information protected by the attorney-client privilege or the work product doctrine or that is otherwise privileged or protected from discovery. Defendants further object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the case to the extent it calls for the production of documents that are unrelated to this litigation. Defendants further object to the term “acquisition” as vague and ambiguous in the context of this Request.

Defendants are willing to meet and confer with Plaintiff to narrow the scope and subject matter of this Request.

REQUEST FOR PRODUCTION NO. 38:

All DOCUMENTS and COMMUNICATIONS REGARDING negotiations over UBER’s potential acquisition of TYTO and/or ODIN WAVE.

RESPONSE TO REQUEST FOR PRODUCTION NO. 38:

Defendants object to this Request to the extent that it seeks information protected by the attorney-client privilege or the work product doctrine or that is otherwise privileged or protected from discovery. Defendants further object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the case to the extent it calls for the production of documents that are unrelated to this litigation.

Defendants are willing to meet and confer with Plaintiff to narrow the scope and subject matter of this Request.

REQUEST FOR PRODUCTION NO. 39:

The “Mutual Non-Disclosure Agreement, dated as of February 1, 2016,” (referred to in Dkt. 147-1, paragraph 17), and any amendments thereto.

RESPONSE TO REQUEST FOR PRODUCTION NO. 39:

Defendants have produced the Mutual Non-Disclosure Agreement, dated as of February 1, 2016, at UBER00016752.

REQUEST FOR PRODUCTION NO. 40:

All DOCUMENTS and COMMUNICATIONS REGARDING the “Mutual Non-Disclosure Agreement, dated as of February 1, 2016,” (referred to in Dkt. 147-1, paragraph 17), and any amendments thereto.

RESPONSE TO REQUEST FOR PRODUCTION NO. 40:

Defendants will produce non-privileged DOCUMENTS and COMMUNICATIONS responsive to this Request exchanged between Uber and Ottomotto located through a reasonably diligent search.

1 Defendants object to this Request to the extent that it seeks information protected by the
2 attorney-client privilege or the work product doctrine or that is otherwise privileged or protected
3 from discovery. Defendants have already furnished privilege logs for documents that potentially
4 could be responsive to the Court’s March 16, 2017 order. To the extent this Request seeks
5 additional privileged documents, Defendants object that it is overbroad, unduly burdensome, and
6 not proportional to the needs of the case insofar as it seeks “all” documents and communications.
7 Defendants further object to this Request as irrelevant, overbroad, and not proportional to the
8 needs of the case; specifically, Defendants object that the Request is overbroad as to scope,
9 subject matter, and time, and is irrelevant and not proportional to the needs of the case to the
10 extent it seeks information that is not relevant to any of the claims or defenses at issue in this case
11 and not reasonably calculated to lead to the discovery of admissible evidence.

12
13 **REQUEST FOR PRODUCTION NO. 41:**

14 The “Indemnification Agreement among Apparate International C.V., Participant,
15 Ottomotto, and the other parties therein entered into as of April 11, 2016” (referred to in
16 UBER00016410), and any amendments thereto.

17 **RESPONSE TO REQUEST FOR PRODUCTION NO. 41:**

18 Defendants have produced this Indemnification Agreement at UBER00016432.

19
20 **REQUEST FOR PRODUCTION NO. 42:**

21 All DOCUMENTS and COMMUNICATIONS REGARDING the “Indemnification
22 Agreement among Apparate International C.V., Participant, Ottomotto, and the other parties
23 therein entered into as of April 11, 2016” (referred to in UBER00016410), and any amendments
24 thereto.

25 **RESPONSE TO REQUEST FOR PRODUCTION NO. 42:**

26 Defendants object to this Request to the extent that it seeks information protected by the
27 attorney-client privilege or the work product doctrine or that is otherwise privileged or protected
28 from discovery. Defendants further object to this Request as irrelevant, overbroad, and not

1 proportional to the needs of the case; specifically, Defendants object that the Request is overbroad
2 as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the
3 case to the extent it seeks information that is not relevant to any of the claims or defenses at issue
4 in this case and not reasonably calculated to lead to the discovery of admissible evidence.

5 Defendants are willing to meet and confer with Plaintiff to narrow the scope, subject
6 matter, and time frame of this Request.

7
8 **REQUEST FOR PRODUCTION NO. 43:**

9 The “Merger Agreement entered into among Ottomotto, the Company and certain other
10 parties thereto as of April 11, 2016” (referred to in UBER00016410), and any amendments
11 thereto.

12 **RESPONSE TO REQUEST FOR PRODUCTION NO. 43:**

13 Defendants have produced this Merger Agreement and all amendments thereto at
14 UBER00016453 and UBER00017483.

15
16 **REQUEST FOR PRODUCTION NO. 44:**

17 All DOCUMENTS and COMMUNICATIONS REGARDING the “Merger Agreement
18 entered into among Ottomotto, the Company and certain other parties thereto as of April 11,
19 2016” (referred to in UBER00016410), and any amendments thereto.

20 **RESPONSE TO REQUEST FOR PRODUCTION NO. 44:**

21 Defendants object to this Request to the extent that it seeks information protected by the
22 attorney-client privilege or the work product doctrine or that is otherwise privileged or protected
23 from discovery. Defendants further object to this Request as irrelevant, overbroad, and not
24 proportional to the needs of the case; specifically, Defendants object that the Request is overbroad
25 as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the
26 case to the extent it calls for the production of documents that are unrelated to this litigation.

27 Defendants are willing to meet and confer with Plaintiff to narrow the scope, subject
28 matter, and time frame of this Request.

REQUEST FOR PRODUCTION NO. 45:

All COMMUNICATIONS between any DEFENDANT and TYTO and/or ODIN WAVE.

RESPONSE TO REQUEST FOR PRODUCTION NO. 45:

Defendants will produce non-privileged COMMUNICATIONS responsive to this Request located through a reasonably diligent search.

Defendants object to this Request to the extent that it seeks information protected by the attorney-client privilege or the work product doctrine or that is otherwise privileged or protected from discovery. Defendants further object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the case to the extent it calls for the production of documents that are unrelated to this litigation. Defendants additionally object that responding to this Request would be oppressive and unduly burdensome.

REQUEST FOR PRODUCTION NO. 46:

All COMMUNICATIONS between any DEFENDANT and DOGWOOD LEASING.

RESPONSE TO REQUEST FOR PRODUCTION NO. 46:

Defendants have not located any responsive documents.

Defendants object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the case to the extent it calls for the production of documents that are unrelated to this litigation. Defendants additionally object that responding to this Request would be oppressive and unduly burdensome.

REQUEST FOR PRODUCTION NO. 47:

All COMMUNICATIONS between any DEFENDANT and APPARATE
INTERNATIONAL.

RESPONSE TO REQUEST FOR PRODUCTION NO. 47:

Defendants object to this Request as vague and ambiguous. Defendants further object to this Request to the extent that it seeks information protected by the attorney-client privilege or the work product doctrine or that is otherwise privileged or protected from discovery. Defendants further object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the case to the extent it calls for the production of documents that are unrelated to this litigation. Defendants additionally object that responding to this Request would be oppressive and unduly burdensome.

Defendants will not produce DOCUMENTS responsive to this Request.

REQUEST FOR PRODUCTION NO. 48:

All COMMUNICATIONS between any DEFENDANT and POUCH HOLDINGS.

RESPONSE TO REQUEST FOR PRODUCTION NO. 48:

After a diligent search and reasonable inquiry, Defendants respond that Defendants have no documents responsive to this Request.

Defendants object to this Request to the extent that it seeks information protected by the attorney-client privilege or the work product doctrine or that is otherwise privileged or protected from discovery. Defendants further object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the case to the extent it calls for the production of documents that are unrelated to this litigation. Defendants additionally object that responding to this Request would be oppressive and unduly burdensome.

REQUEST FOR PRODUCTION NO. 49:

All COMMUNICATIONS between LEVANDOWSKI and TYTO and/or ODIN WAVE prior to OTTOMOTTO’S acquisition of TYTO and/or ODIN WAVE.

RESPONSE TO REQUEST FOR PRODUCTION NO. 49:

Defendants will produce non-privileged COMMUNICATIONS responsive to this Request located through a reasonably diligent search.

Defendants object to this Request to the extent that it seeks information outside of Defendants’ possession, custody, or control, and to the extent that it seeks information protected by the attorney-client privilege or the work product doctrine or that is otherwise privileged or protected from discovery. Defendants further object to this Request as vague, ambiguous, and unintelligible because Ottomotto did not acquire Tyto and/or Odin Wave.

REQUEST FOR PRODUCTION NO. 50:

DOCUMENTS sufficient to show the identity of any PERSON with an ownership interest in OTTOMOTTO, at any time, and the amount of that PERSON’s ownership interest.

RESPONSE TO REQUEST FOR PRODUCTION NO. 50:

Defendants have produced documents responsive to this Request in production volumes 27, 29, and 35. Defendants consider their production to be complete at this time.

REQUEST FOR PRODUCTION NO. 51:

DOCUMENTS sufficient to show the identity of any PERSON with an ownership interest in OTTO TRUCKING, at any time, and the amount of that PERSON’s ownership interest.

RESPONSE TO REQUEST FOR PRODUCTION NO. 51:

Defendants have produced documents responsive to this Request in production volumes 28, 29, and 35. Defendants consider their production to be complete at this time.

Defendants object to this Request to the extent that it seeks information outside of Defendants’ possession, custody, or control.

REQUEST FOR PRODUCTION NO. 52:

DOCUMENTS sufficient to show the identity of any PERSON with an ownership interest in TYTO at any time, and the amount of that PERSON’s ownership interest.

RESPONSE TO REQUEST FOR PRODUCTION NO. 52:

Defendants have produced documents responsive to this Request in production volume 42. Defendants consider their production complete at this time.

Defendants object to this Request to the extent that it seeks information outside of Defendants’ possession, custody, or control.

REQUEST FOR PRODUCTION NO. 53:

DOCUMENTS sufficient to show the identity of any PERSON with an ownership interest in ODIN WAVE, at any time, and the amount of that PERSON’s ownership interest.

RESPONSE TO REQUEST FOR PRODUCTION NO. 53:

Defendants have produced documents responsive to this Request in production volume 42. Defendants consider their production complete at this time.

Defendants object to this Request to the extent that it seeks information outside of Defendants’ possession, custody, or control.

REQUEST FOR PRODUCTION NO. 54:

All DOCUMENTS and COMMUNICATIONS REGARDING the ownership of and/or relationship between ODIN WAVE, TYTO, APPARATE INTERNATIONAL, DOGWOOD LEASING, and/or POUCH HOLDINGS.

RESPONSE TO REQUEST FOR PRODUCTION NO. 54:

After a diligent search and reasonable inquiry, Defendants respond that Defendants have no documents responsive to this Request as to Dogwood Leasing. Defendants will produce non-privileged DOCUMENTS and COMMUNICATIONS sufficient to show the ownership of and/or relationship between ODIN WAVE, TYTO, APPARATE INTERNATIONAL, and/or POUCH HOLDINGS located through a reasonably diligent search.

Defendants object to this Request to the extent that it seeks information outside of Defendants’ possession, custody, or control, and to the extent that it seeks information protected by the attorney-client privilege or the work product doctrine or that is otherwise privileged or

1 protected from discovery. Defendants further object to this Request as irrelevant, overbroad, and
2 not proportional to the needs of the case; specifically, Defendants object that the Request is
3 overbroad as to scope, subject matter, and time, and is irrelevant and not proportional to the needs
4 of the case to the extent it calls for the production of documents that are unrelated to this
5 litigation. Defendants additionally object that responding to this Request would be oppressive
6 and unduly burdensome.

7
8 **REQUEST FOR PRODUCTION NO. 55:**

9 All business formation DOCUMENTS, business plans, and solicitations of investment
10 capital for OTTOMOTTO.

11 **RESPONSE TO REQUEST FOR PRODUCTION NO. 55:**

12 Defendants have produced documents responsive to this Request in connection with
13 Expedited Request for Production Number 2. Defendants consider their production to be
14 complete at this time.

15 Defendants object to this Request as irrelevant, overbroad, and not proportional to the
16 needs of the case; specifically, Defendants object that the Request is overbroad as to scope,
17 subject matter, and time, and is irrelevant and not proportional to the needs of the case to the
18 extent it calls for the production of documents that are unrelated to this litigation. Defendants
19 also object to this Request as improperly compound, as it seeks documents and communications
20 regarding three separate categories of information. Defendants further object to this Request to
21 the extent that it seeks information outside of Defendants’ possession, custody, or control.
22 Defendants also object to this Request to the extent that the term “business plans” is vague and
23 ambiguous in the context of this Request.

24
25 **REQUEST FOR PRODUCTION NO. 56:**

26 All DOCUMENTS and COMMUNICATIONS REGARDING the formation of
27 OTTOMOTTO.

RESPONSE TO REQUEST FOR PRODUCTION NO. 56:

Defendants have produced documents responsive to this Request in connect with its production pursuant to expedited Requests 13-17. Defendants will produce additional non-privileged DOCUMENTS and COMMUNICATIONS responsive to this Request located through a reasonably diligent search.

Defendants object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the case to the extent it calls for the production of documents that are unrelated to this litigation. Defendants further object to this Request to the extent that the term “REGARDING” is vague and ambiguous in the context of this Request. Defendants additionally object that responding to this Request would be oppressive and unduly burdensome.

REQUEST FOR PRODUCTION NO. 57:

All business formation DOCUMENTS, business plans, and solicitations of investment capital for OTTO TRUCKING.

RESPONSE TO REQUEST FOR PRODUCTION NO. 57:

Defendants have produced documents responsive to this Request in connection with Expedited Request for Production Number 2. Defendants consider their production to be complete at this time.

Defendants object to this Request to the extent that it seeks information outside of Defendants’ possession, custody, or control. Defendants further object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the case to the extent it calls for the production of documents that are unrelated to this litigation. Defendants also object to this Request as improperly compound, as it seeks documents and communications regarding three separate categories of information. Defendants additionally object that responding to this Request would be oppressive and unduly

1 burdensome. Defendants further object to this Request to the extent that it seeks information
2 outside of Defendants’ possession, custody, or control. Defendants also object to this Request to
3 the extent that the term “business plans” is vague and ambiguous in the context of this Request.
4

5 **REQUEST FOR PRODUCTION NO. 58:**

6 All DOCUMENTS and COMMUNICATIONS REGARDING the formation of OTTO
7 TRUCKING.

8 **RESPONSE TO REQUEST FOR PRODUCTION NO. 58:**

9 Defendants have already produced documents responsive to this Request in connection
10 with Defendants’ production pursuant to Waymo’s second set of expedited Requests for
11 Production, as well as in production volume 28.

12 Defendants object to this Request to the extent that it seeks information outside of
13 Defendants’ possession, custody, or control. Defendants further object to this Request as
14 irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants
15 object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not
16 proportional to the needs of the case to the extent it calls for the production of documents that are
17 unrelated to this litigation. Defendants further object to this Request to the extent that the term
18 “REGARDING” is vague and ambiguous in the context of this Request. Defendants additionally
19 object that responding to this Request would be oppressive and unduly burdensome.

20 Defendants are willing to meet and confer with Plaintiff to narrow the scope, subject
21 matter, and time frame of this Request.
22

23 **REQUEST FOR PRODUCTION NO. 59:**

24 All business formation DOCUMENTS, business plans, and solicitations of investment
25 capital for TYTO and/or ODIN WAVE.

26 **RESPONSE TO REQUEST FOR PRODUCTION NO. 59:**

27 Defendants have already produced documents responsive to this Request in production
28 volume 42.

1 Defendants object to this Request to the extent that it seeks information outside of
2 Defendants’ possession, custody, or control. Defendants further object to this Request as
3 irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants
4 object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not
5 proportional to the needs of the case to the extent it calls for the production of documents that are
6 unrelated to this litigation. Defendants also object to this Request as improperly compound, as it
7 seeks documents and communications regarding three separate categories of information.
8 Defendants additionally object that responding to this Request would be oppressive and unduly
9 burdensome.

10
11 **REQUEST FOR PRODUCTION NO. 60:**

12 All DOCUMENTS and COMMUNICATIONS REGARDING the formation of TYTO
13 and/or ODIN WAVE.

14 **RESPONSE TO REQUEST FOR PRODUCTION NO. 60:**

15 Defendants will produce non-privileged DOCUMENTS and COMMUNICATIONS
16 responsive to this Request located through a reasonably diligent search.

17 Defendants object to this Request to the extent that it seeks information outside of
18 Defendants’ possession, custody, or control. Defendants further object to this Request as
19 irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants
20 object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not
21 proportional to the needs of the case to the extent it calls for the production of documents that are
22 unrelated to this litigation. Defendants further object to this Request to the extent that the term
23 “REGARDING” is vague and ambiguous in the context of this Request. Defendants additionally
24 object that responding to this Request would be oppressive and unduly burdensome.

REQUEST FOR PRODUCTION NO. 61:

All business formation DOCUMENTS, business plans, and solicitations of investment capital for APPARATE INTERNATIONAL, DOGWOOD LEASING, and/or POUCH HOLDINGS

RESPONSE TO REQUEST FOR PRODUCTION NO. 61:

After a diligent search and reasonable inquiry, Defendants respond that Defendants have no documents responsive to this Request as to Dogwood Leasing. Defendants will produce relevant DOCUMENTS responsive to this Request located through a reasonably diligent search.

Defendants object to this Request to the extent that it seeks information outside of Defendants’ possession, custody, or control. Defendants further object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants object that the Request is overbroad as to scope—especially insofar as it seeks documents regarding Apparate International—, subject matter, and time, and is irrelevant and not proportional to the needs of the case to the extent it calls for the production of documents that are unrelated to this litigation. Defendants also object to this Request as improperly compound, as it seeks documents and communications regarding nine separate categories of information. Defendants additionally object that responding to this Request would be oppressive and unduly burdensome.

REQUEST FOR PRODUCTION NO. 62:

All DOCUMENTS and COMMUNICATIONS REGARDING the formation of APPARATE INTERNATIONAL, DOGWOOD LEASING, and/or POUCH HOLDINGS.

RESPONSE TO REQUEST FOR PRODUCTION NO. 62:

After a diligent search and reasonable inquiry, Defendants respond that Defendants have no documents responsive to this Request as to Dogwood Leasing.

Defendants object to this Request to the extent that it seeks information outside of Defendants’ possession, custody, or control. Defendants further object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants

1 object that the Request is overbroad as to scope—especially insofar as it seeks documents
2 regarding Apparate International—, subject matter, and time, and is irrelevant and not
3 proportional to the needs of the case to the extent it calls for the production of documents that are
4 unrelated to this litigation. Defendants further object to this Request to the extent that the term
5 “REGARDING” is vague and ambiguous in the context of this Request. Defendants additionally
6 object that responding to this Request would be oppressive and unduly burdensome.

7 Defendants are willing to meet and confer with Plaintiff to narrow the scope, subject
8 matter, and time frame of this Request.

9
10 **REQUEST FOR PRODUCTION NO. 63:**

11 DOCUMENTS sufficient to identify all current and former officers, employees,
12 contractors, and consultants of ODIN WAVE and/or TYTO, and the title and/or role of each such
13 officer, employee, contractor, and consultant.

14 **RESPONSE TO REQUEST FOR PRODUCTION NO. 63:**

15 Defendants have produced documents responsive to this Request in production volume
16 42. Defendants consider their production to be complete at this time.

17 Defendants object to this Request as irrelevant, overbroad, and not proportional to the
18 needs of the case; specifically, Defendants object that the Request is overbroad as to scope,
19 subject matter, and time, and is irrelevant and not proportional to the needs of the case to the
20 extent it calls for the production of documents that are unrelated to this litigation.

21
22 **REQUEST FOR PRODUCTION NO. 64:**

23 DOCUMENTS sufficient to identify all current and former officers, employees,
24 contractors, and consultants of OTTOMOTTO, and the title and/or role of each such officer,
25 employee, contractor, and consultant.

26 **RESPONSE TO REQUEST FOR PRODUCTION NO. 64:**

27 Defendants have produced documents sufficient to show the requested information in
28 production volume 42.

1 Defendants object to this Request as irrelevant, overbroad, and not proportional to the
2 needs of the case; specifically, Defendants object that the Request is overbroad as to scope,
3 subject matter, and time, and is irrelevant and not proportional to the needs of the case to the
4 extent it calls for the production of documents that are unrelated to this litigation.

5
6 **REQUEST FOR PRODUCTION NO. 65:**

7 DOCUMENTS sufficient to identify all current and former officers, employees,
8 contractors, and consultants of OTTO TRUCKING, and the title and/or role of each such officer,
9 employee, contractor, and consultant.

10 **RESPONSE TO REQUEST FOR PRODUCTION NO. 65:**

11 Defendants will produce a DOCUMENT or DOCUMENTS responsive to this Request
12 located through a reasonably diligent search.

13 Defendants object to this Request to the extent that it seeks information outside of
14 Defendants’ possession, custody, or control. Defendants further object to this Request as
15 irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants
16 object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not
17 proportional to the needs of the case to the extent it calls for the production of documents that are
18 unrelated to this litigation.

19
20 **REQUEST FOR PRODUCTION NO. 66:**

21 All DOCUMENTS and COMMUNICATIONS REGARDING the “forensic analysis”
22 referred to in entry nos. 7-10 and 17 of DEFENDANTS’ privilege log, INCLUDING but not
23 limited to all underlying forensic data related to that analysis.

24 **RESPONSE TO REQUEST FOR PRODUCTION NO. 66:**

25 Defendants object to this Request to the extent that it seeks information protected by the
26 attorney-client privilege or the work product doctrine or that is otherwise privileged or protected
27 from discovery. Defendants further object to this Request as irrelevant, overbroad, and not
28 proportional to the needs of the case; specifically, Defendants object that the Request is overbroad

1 as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the
2 case to the extent it calls for the production of documents that are unrelated to this litigation.

3 Defendants will not produce documents in response to this Request.

4
5 **REQUEST FOR PRODUCTION NO. 67:**

6 STROZ’s August 5, 2016 due diligence report, including all exhibits, attachments, and
7 appendices thereto.

8 **RESPONSE TO REQUEST FOR PRODUCTION NO. 67:**

9 This Request seeks privileged information that is the subject of a pending appeal.
10 Defendants cannot produce that information unless and until the appeal is resolved.

11 Defendants object to this Request to the extent that it seeks information protected by the
12 attorney-client privilege or the work product doctrine or that is otherwise privileged or protected
13 from discovery, regardless of the outcome of the appeal.

14
15 **REQUEST FOR PRODUCTION NO. 68:**

16 All DOCUMENTS and COMMUNICATIONS REGARDING the attestations that
17 DEFENDANTS first required employees to sign in April 2016 (referred to in the Declaration of
18 Rhian Morgan, paragraphs 13-16).

19 **RESPONSE TO REQUEST FOR PRODUCTION NO. 68:**

20 Defendants have produced the attestations referenced in this Request in production
21 volumes 8 and 33. Defendants consider their production to be complete at this time.

22 Defendants object to this Request to the extent that it seeks information protected by the
23 attorney-client privilege or the work product doctrine or that is otherwise privileged or protected
24 from discovery. Defendants have already furnished privilege logs for documents that potentially
25 could be responsive to the Court’s March 16, 2017 order. To the extent this Request seeks
26 additional documents, Defendants object that it is overbroad, unduly burdensome, and not
27 proportional to the needs of the case insofar as it seeks “all” documents and communications.
28 Defendants further object to this Request as irrelevant, overbroad, and not proportional to the

1 needs of the case; specifically, Defendants object that the Request is overbroad as to scope,
2 subject matter, and time, and is irrelevant and not proportional to the needs of the case to the
3 extent it calls for the production of documents that are unrelated to this litigation. Defendants
4 additionally object that responding to this Request would be oppressive and unduly burdensome.

5
6 **REQUEST FOR PRODUCTION NO. 69:**

7 All versions of any employment agreements, confidentiality agreements, assignment
8 agreements, or other agreements that DEFENDANTS require or have ever required employees to
9 execute as a condition of employment, including the dates during which DEFENDANTS required
10 each version to be executed.

11 **RESPONSE TO REQUEST FOR PRODUCTION NO. 69:**

12 Defendants have produced versions of employment agreements, confidentiality
13 agreements, assignment agreements, or other agreements that Defendants have required
14 employees to execute as a condition of employment including in production volumes 6, 8, and 32.
15 Defendants consider their production to be complete at this time.

16 Defendants object to this Request to the extent that it seeks information protected by the
17 attorney-client privilege or the work product doctrine or that is otherwise privileged or protected
18 from discovery. Defendants further object to this Request as irrelevant, overbroad, and not
19 proportional to the needs of the case; specifically, Defendants object that the Request is overbroad
20 as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the
21 case to the extent it calls for the production of documents that are unrelated to this litigation.
22 Defendants also object to this Request as improperly compound, as it seeks documents and
23 communications regarding at least four separate categories of information. Defendants
24 additionally object that responding to this Request would be oppressive and unduly burdensome.

REQUEST FOR PRODUCTION NO. 70:

All executed Employee Attestations, Employee Invention Assignment and Confidentiality Agreements, and Offer Letters (referred to by the Declaration of Rhian Morgan, paragraphs 5-16), for any former employee of WAYMO or its corporate affiliates.

RESPONSE TO REQUEST FOR PRODUCTION NO. 70:

Defendants have either logged or produced in production volumes 6, 8, and 32 all non-privileged documents responsive to this Request. Defendants consider their production to be complete at this time.

Defendants object to this Request to the extent that it seeks information protected by the attorney-client privilege or the work product doctrine or that is otherwise privileged or protected from discovery. Defendants further object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the case to the extent it calls for the production of documents that are unrelated to this litigation. Defendants also object to this Request as improperly compound, as it seeks documents and communications regarding three separate categories of information. Defendants additionally object that responding to this Request would be oppressive and unduly burdensome.

REQUEST FOR PRODUCTION NO. 71:

DOCUMENTS sufficient to show the measures taken by DEFENDANTS to ensure that former employees of WAYMO or its corporate affiliates hired by DEFENDANTS did not retain confidential WAYMO information.

RESPONSE TO REQUEST FOR PRODUCTION NO. 71:

Defendants have produced non-privileged documents sufficient to show the measures taken by Defendants to ensure that former employees of Waymo or its corporate affiliates, as reasonably known by Defendants, hired by Defendants did not retain confidential Waymo information in production volumes 6, 8, and 33. Defendants believe their production to be complete at this time.

1 Defendants object to this Request to the extent that it seeks information protected by the
2 attorney-client privilege or the work product doctrine or that is otherwise privileged or protected
3 from discovery. Defendants further object to this Request as vague and ambiguous, including as
4 to the phrase “corporate affiliates.”

5
6 **REQUEST FOR PRODUCTION NO. 72:**

7 All DOCUMENTS REGARDING DEFENDANTS’ policies regarding employees’ use of
8 personal computers or other devices while working at or for DEFENDANTS.

9 **RESPONSE TO REQUEST FOR PRODUCTION NO. 72:**

10 Defendants have produced Uber’s Network & Device Acceptable Use Policy, produced at
11 Bates UBER00006444. Defendants will produce further relevant, responsive non-privileged
12 DOCUMENTS located through a reasonably diligent search.

13 Defendants object to this Request as irrelevant, overbroad, and not proportional to the
14 needs of the case; specifically, Defendants object that the Request is overbroad as to scope,
15 subject matter, and time, and is irrelevant and not proportional to the needs of the case to the
16 extent it calls for the production of documents that are unrelated to this litigation.

17
18 **REQUEST FOR PRODUCTION NO. 73:**

19 All DOCUMENTS AND COMMUNICATIONS REGARDING the
20 MISAPPROPRIATED MATERIALS, INCLUDING but not limited to (i) DOCUMENTS
21 containing any information derived from the MISAPPROPRIATED MATERIALS, (ii) any
22 electronic media that contains or contained the MISAPPROPRIATED MATERIALS, and (iii)
23 any DOCUMENTS REGARDING any meetings or discussions REGARDING the substance of
24 the MISAPPROPRIATED MATERIALS outside of WAYMO.

25 **RESPONSE TO REQUEST FOR PRODUCTION NO. 73:**

26 Defendants have not located any of the 14,000 digital files allegedly downloaded by
27 LEVANDOWSKI on or about December 11, 2015 from the SVN repository except for common
28 files that are not proprietary to Waymo and have not located any documents that contain

1 information from those Waymo files using the search terms provided by Waymo in connection
2 with the search for those files. Defendants continue to search for DOCUMENTS and
3 COMMUNICATIONS responsive to this Request, and will produce non-privileged responsive
4 DOCUMENTS and COMMUNICATIONS located through a reasonably diligent search.

5 Defendants object to this Request to the extent that it seeks information protected by the
6 attorney-client privilege or the work product doctrine or that is otherwise privileged or protected
7 from discovery. Defendants have already furnished privilege logs for documents that potentially
8 could be responsive to the Court’s March 16, 2017 order. To the extent this Request seeks
9 additional documents, Defendants object that it is overbroad, unduly burdensome, and not
10 proportional to the needs of the case insofar as it seeks “all” documents and communications.
11 Defendants further object to this Request as irrelevant, overbroad, and not proportional to the
12 needs of the case; specifically, Defendants object that the Request is overbroad as to scope,
13 subject matter, and time, and is irrelevant and not proportional to the needs of the case to the
14 extent it calls for the production of documents that are unrelated to this litigation. Defendants
15 further object to this Request to the extent that the term “REGARDING” is vague and ambiguous
16 in the context of this Request.

17
18 **REQUEST FOR PRODUCTION NO. 74:**

19 DOCUMENTS sufficient to show the number of times LEVANDOWSKI has accessed
20 any of DEFENDANTS’ servers or networks (INCLUDING but not limited to [REDACTED]
21 [REDACTED]
22 [REDACTED]
23 [REDACTED] and any Wi-Fi network provided by DEFENDANTS at any of their offices) from a
24 personal device.

25 **RESPONSE TO REQUEST FOR PRODUCTION NO. 74:**

26 After a diligent search and reasonable inquiry, Defendants respond that there are no
27 documents responsive to this Request.
28

REQUEST FOR PRODUCTION NO. 75:

All DOCUMENTS and COMMUNICATIONS REGARDING the “forensic examination” of KSHIRSAGAR’s personal phone, work-issued phone, and work-issued laptop (referred to in the Declaration of Sameer Kshirsagar).

RESPONSE TO REQUEST FOR PRODUCTION NO. 75:

Defendants have produced documents responsive to this Request in connection with the Requests for Production served with the deposition notice of Kevin Faulkner. Defendants consider their production to be complete at this time.

Defendants object to this Request to the extent that it seeks information protected by the attorney-client privilege or the work product doctrine or that is otherwise privileged or protected from discovery.

REQUEST FOR PRODUCTION NO. 76:

DOCUMENTS sufficient to show the hit counts for each of the Court-ordered 135 search terms (120 proposed by DEFENDANTS, and 15 proposed by WAYMO) for each custodial (e.g., LEVANDOWSKI) and non-custodial (e.g., Git repository) source encompassed by the Court’s Order After Hearing Re Discovery Letter Dated April 3, 2017, with a per-term, per-source level of specificity.

RESPONSE TO REQUEST FOR PRODUCTION NO. 76:

Defendants will produce documents sufficient to show the hit counts for each of the search terms ordered by the Court. Defendants produced documents sufficient to show the document sources searched in connection with the Requests for Production served with the deposition notice of Kevin Faulkner.

To the extent this Request requires anything further than what Defendants have agreed to produce, Defendants object that it is overbroad, unduly burdensome, and not proportional to the needs of the case.

REQUEST FOR PRODUCTION NO. 77:

All DOCUMENTS and COMMUNICATIONS REGARDING any consideration of an ethical wall or policy regarding LEVANDOWSKI’s participation or input into DEFENDANTS’ LiDAR designs or other self-driving car technology, and REGARDING the reasons for any such policy.

RESPONSE TO REQUEST FOR PRODUCTION NO. 77:

Defendants will produce non-privileged DOCUMENTS and COMMUNICATIONS responsive to this Request, located through a reasonably diligent search.

Defendants object to this Request to the extent that it seeks information protected by the attorney-client privilege or the work product doctrine or that is otherwise privileged or protected from discovery.

REQUEST FOR PRODUCTION NO. 78:

All side letter agreements between any DEFENDANT and any founder of OTTOMOTTO, including any amendment thereto.

RESPONSE TO REQUEST FOR PRODUCTION NO. 78:

For the purposes of these Responses, Defendants define “any founder of OTTOMOTTO” pursuant to the Consumer Merger Agreement, which defines the founders of OTTOMOTTO as Anthony Levandowski and Lior Ron.

Defendants object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the case to the extent it calls for the production of documents that are unrelated to this litigation. Defendants further object to the phrase “side letter agreements” as vague and ambiguous in the context of this Request.

REQUEST FOR PRODUCTION NO. 79:

All DOCUMENTS and COMMUNICATIONS REGARDING any side letter agreements between any DEFENDANT and any founder of OTTOMOTTO, including any amendment thereto.

RESPONSE TO REQUEST FOR PRODUCTION NO. 79:

For the purposes of these Responses, Defendants define “any founder of OTTOMOTTO” pursuant to the Consumer Merger Agreement, which defines the founders of OTTOMOTTO as Anthony Levandowski and Lior Ron.

Defendants object to this Request to the extent that it seeks information protected by the attorney-client privilege or the work product doctrine or that is otherwise privileged or protected from discovery. Defendants further object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the case to the extent it calls for the production of documents that are unrelated to this litigation. Defendants further object to the phrase “side letter agreements” as vague and ambiguous in the context of this Request.

REQUEST FOR PRODUCTION NO. 80:

All employment agreements between any DEFENDANT and any founder of OTTOMOTTO, including any amendment thereto.

RESPONSE TO REQUEST FOR PRODUCTION NO. 80:

For the purposes of these Responses, Defendants define “any founder of OTTOMOTTO” pursuant to the Consumer Merger Agreement, which defines the founders of OTTOMOTTO as Anthony Levandowski and Lior Ron.

Defendants have already logged or produced in production volumes 32 and 41 documents responsive to this Request. After a reasonably diligent search, Defendants have not located any additional responsive documents.

1 **REQUEST FOR PRODUCTION NO. 81:**

2 All DOCUMENTS and COMMUNICATIONS REGARDING any employment
3 agreements between any DEFENDANT and any founder of OTTOMOTTO, including any
4 amendment thereto.

5 **RESPONSE TO REQUEST FOR PRODUCTION NO. 81:**

6 For the purposes of these Responses, Defendants define “any founder of OTTOMOTTO”
7 pursuant to the Consumer Merger Agreement, which defines the founders of OTTOMOTTO as
8 Anthony Levandowski and Lior Ron.

9 Defendants will produce relevant, responsive non-privileged DOCUMENTS and
10 COMMUNICATIONS located through a reasonably diligent search.

11 Defendants object to this Request to the extent that it seeks information protected by the
12 attorney-client privilege or the work product doctrine or that is otherwise privileged or protected
13 from discovery. Defendants further object to this Request as irrelevant, overbroad, and not
14 proportional to the needs of the case; specifically, Defendants object that the Request is overbroad
15 as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the
16 case to the extent it calls for the production of documents that are unrelated to this litigation.
17 Defendants further object that the term “REGARDING” is vague and ambiguous in the context of
18 this Request.

19
20 **REQUEST FOR PRODUCTION NO. 82:**

21 All consulting agreements between any DEFENDANT and any founder of
22 OTTOMOTTO, including any amendment thereto.

23 **RESPONSE TO REQUEST FOR PRODUCTION NO. 82:**

24 For the purposes of these Responses, Defendants define “any founder of OTTOMOTTO”
25 pursuant to the Consumer Merger Agreement, which defines the founders of OTTOMOTTO as
26 Anthony Levandowski and Lior Ron.

27 Defendants will produce relevant, responsive agreements located through a reasonably
28 diligent search.

1 Defendants object to this Request as irrelevant, overbroad, and not proportional to the
2 needs of the case; specifically, Defendants object that the Request is overbroad as to scope,
3 subject matter, and time, and is irrelevant and not proportional to the needs of the case to the
4 extent it calls for the production of documents that are unrelated to this litigation.

5
6 **REQUEST FOR PRODUCTION NO. 83:**

7 All DOCUMENTS and COMMUNICATIONS REGARDING any consulting agreements
8 between any DEFENDANT and any founder of OTTOMOTTO, including any amendment
9 thereto.

10 **RESPONSE TO REQUEST FOR PRODUCTION NO. 83:**

11 For the purposes of these Responses, Defendants define “any founder of OTTOMOTTO”
12 pursuant to the Consumer Merger Agreement, which defines the founders of OTTOMOTTO as
13 Anthony Levandowski and Lior Ron.

14 Defendants will produce non-privileged documents responsive to this Request that
15 evidence or concern the terms of any consulting agreement between Uber, Ottomotto, and any
16 founder of Ottomotto, to the extent Defendants locate any such documents through a reasonably
17 diligent search.

18 Defendants object to this Request to the extent that it seeks information protected by the
19 attorney-client privilege or the work product doctrine or that is otherwise privileged or protected
20 from discovery. Defendants further object to this Request as irrelevant, overbroad, and not
21 proportional to the needs of the case; specifically, Defendants object that the Request is overbroad
22 as to scope, subject matter, and time, and is irrelevant and not proportional to the needs of the
23 case to the extent it calls for the production of documents that are unrelated to this litigation.
24 Defendants further object that the term “REGARDING consulting agreements” is vague and
25 ambiguous in the context of this Request.

1 **REQUEST FOR PRODUCTION NO. 84:**

2 All compensation-related agreements between any DEFENDANT and any founder of
3 OTTOMOTTO, including any amendment thereto.

4 **RESPONSE TO REQUEST FOR PRODUCTION NO. 84:**

5 Defendants have already produced documents responsive to this Request in production
6 volume 32. Defendants will produce additional non-privileged documents responsive to this
7 Request located through a reasonably diligent search.

8 Defendants object to this Request as duplicative of other Requests, including but not
9 limited to Request for Production Numbers 80 and 82.

10
11 **REQUEST FOR PRODUCTION NO. 85:**

12 All DOCUMENTS and COMMUNICATIONS REGARDING any compensation-related
13 agreements between any DEFENDANT and any founder of OTTOMOTTO, including any
14 amendment thereto.

15 **RESPONSE TO REQUEST FOR PRODUCTION NO. 85:**

16 For the purposes of these Responses, Defendants define “any founder of OTTOMOTTO”
17 pursuant to the Consumer Merger Agreement, which defines the founders of OTTOMOTTO as
18 Anthony Levandowski and Lior Ron.

19 Defendants have already produced documents responsive to this Request, including in
20 production volumes 17, 27, and 41. Defendants are willing to meet and confer with Plaintiff to
21 narrow the scope, subject matter, and time frame of this Request.

22 Defendants object to this Request as duplicative of other Requests, including but not
23 limited to Request for Production Numbers 81 and 83. Defendants further object that the term
24 “REGARDING” is vague and ambiguous in the context of this Request.

25
26 **REQUEST FOR PRODUCTION NO. 86:**

27 All DOCUMENTS cited by and/or referred to by DEFENDANTS in their Opposition to
28 Motion to Compel (Dkt. 369) and supporting declarations thereto.

RESPONSE TO REQUEST FOR PRODUCTION NO. 86:

Defendants have already produced all non-privileged documents responsive to this Request in production volumes 27 and 29.

Defendants object to this Request to the extent that it seeks information protected by the attorney-client privilege or the work product doctrine or that is otherwise privileged or protected from discovery.

REQUEST FOR PRODUCTION NO. 87:

All DOCUMENTS provided to STROZ by DEFENDANTS or LEVANDOWSKI REGARDING LEVANDOWSKI, Lior Ron, OTTO, OTTOMOTTO, GOOGLE, WAYMO, or the MISAPPROPRIATED MATERIALS

RESPONSE TO REQUEST FOR PRODUCTION NO. 87:

This Request seeks privileged information that is the subject of a pending appeal. Defendants cannot produce that information unless and until the appeal is resolved.

Defendants object to this Request to the extent that it seeks information protected by the attorney-client privilege or the work product doctrine or that is otherwise privileged or protected from discovery, regardless of the outcome of the appeal. Defendants further object to this Request to the extent that it seeks information protected by common law, constitutional, and/or statutory rights of privacy. Defendants further object to this Request to the extent it seeks documents outside the possession, custody, or control of Defendants.

REQUEST FOR PRODUCTION NO. 88:

DOCUMENTS sufficient to show all PERSONS other than UBER that negotiated with OTTOMOTTO and/or OTTO TRUCKING REGARDING a potential acquisition.

RESPONSE TO REQUEST FOR PRODUCTION NO. 88:

Defendants object to this Request to the extent it seeks documents outside the possession, custody, or control of Defendants. Defendants further object to this Request as irrelevant, overbroad, and not proportional to the needs of the case; specifically, Defendants object that the Request is overbroad as to scope, subject matter, and time, and is irrelevant and not proportional

1 to the needs of the case to the extent it calls for the production of documents that are unrelated to
2 this litigation. Defendants also object to this Request as vague and ambiguous as to “negotiated
3 with” and “potential acquisition.”

4 Defendants will not produce DOCUMENTS responsive to this Request.

5
6 **REQUEST FOR PRODUCTION NO. 89:**

7 All DOCUMENTS and COMMUNICATIONS REGARDING negotiations between
8 OTTOMOTTO and/or OTTO TRUCKING, on the one hand, and PERSONS other than UBER,
9 on the other, REGARDING a potential acquisition of OTTOMOTTO and/or OTTO TRUCKING.

10 **RESPONSE TO REQUEST FOR PRODUCTION NO. 89:**

11 Defendants object to this Request to the extent it seeks documents outside the possession,
12 custody, or control of Defendants. Defendants further object to this Request as irrelevant,
13 overbroad, and not proportional to the needs of the case; specifically, Defendants object that the
14 Request is overbroad as to scope, subject matter, and time, and is irrelevant and not proportional
15 to the needs of the case to the extent it calls for the production of documents that are unrelated to
16 this litigation. Defendants also object to this Request as vague and ambiguous as to
17 “negotiations” and “potential acquisition.”

18 Defendants will not produce DOCUMENTS responsive to this Request.

19
20 **REQUEST FOR PRODUCTION NO. 90:**

21 DOCUMENTS sufficient to show all of LEVANDOWSKI’s past and present “Authorized
22 Devices” (as that term is defined in UBER00006444, Section 7), INCLUDING (without
23 limitation) all of LEVANDOWSKI’s “Uber Devices” (Section 7.1) and “Non-Uber Devices”
24 (Sections 7.1 and 7.2).

25 **RESPONSE TO REQUEST FOR PRODUCTION NO. 90:**

26 After a diligent search and reasonable inquiry, Defendants respond that there are no non-
27 privileged documents responsive to this Request.

Defendants object to this Request to the extent that it seeks information protected by the attorney-client privilege or the work product doctrine or that is otherwise privileged or protected from discovery.

REQUEST FOR PRODUCTION NO. 91:

All DOCUMENTS AND COMMUNICATIONS REGARDING any of LEVANDOWSKI’s past and present “Authorized Devices” (as that term is defined in UBER00006444, Section 7), INCLUDING (without limitation) any request for approval in connection with Section 7.2 or any de-authorization (whether contemplated or effecutated) under Section 7.3.

RESPONSE TO REQUEST FOR PRODUCTION NO. 91:

After a diligent search and reasonable inquiry, Defendants respond that there are no non-privileged documents responsive to this Request

Defendants object to this Request to the extent that it seeks information protected by the attorney-client privilege or the work product doctrine or that is otherwise privileged or protected from discovery.

Dated: June 23, 2017

MORRISON & FOERSTER LLP

By: /s/ Arturo J. González
ARTURO J. GONZÁLEZ

Attorneys for Defendants
UBER TECHNOLOGIES, INC.
and OTTOMOTTO LLC

APPENDIX

**Information on Document Collections and
Production Under Supplement Order ¶ 13**

Defendants further provide information on their collection efforts under Paragraph 13 of the Supplemental Order. As of June 23, 2017, Defendants have searched the following sources of information that may contain material responsive to Waymo’s requests for production:

- Defendants’ custodial document repositories (e.g. email repositories, Google Docs, locally stored electronic documents)
- Defendants’ internal non-custodial document repositories (e.g. personnel files)
- Data room for the Uber – Ottomotto acquisition transaction

As of June 23, 2017, the following individuals employed by Defendants have searched for documents that may contain material responsive to Waymo’s requests for production:

- Cameron Poetzscher—email data and available text messages
- Nina Qi—email data and available text messages
- Jeff Holden—email data and available text messages
- Ognen Stojanovski—email data and available text messages
- Andrew Glickman—email data and available text messages
- Christian Lymn—email data and available text messages
- Adam Bentley—search responsibility for documents related to Ottomotto, LLC and Otto Trucking, LLC data room, corporate formation documents for the same, and Tyto Lidar, LLC

CERTIFICATE OF SERVICE

I declare that I am employed with the law firm of Morrison & Foerster LLP, whose address is 755 Page Mill Road, Palo Alto, CA 94304. I am not a party to the within cause, and I am over the age of eighteen years.

I further declare that on June 23, 2017, I served true and correct copies of the following documents:

- **DEFENDANTS UBER TECHNOLOGIES, INC. AND OTTOMOTTO LLC'S OBJECTIONS AND RESPONSES TO WAYMO'S FIRST SET OF REQUESTS FOR PRODUCTION**

☒ **BY ELECTRONIC SERVICE [Fed. Rule Civ. Proc. rule 5(b)]** by electronically mailing a true and correct copy through Morrison & Foerster LLP's electronic mail system to the e-mail address(es) set forth below, or as stated on the attached service list per agreement in accordance with Federal Rules of Civil Procedure rule 5(b).

Recipient	Email Address:
Charles K. Verhoeven David A. Perlson Melissa Baily John Neukom Jordan Jaffe James D. Judah John W. McCauley Felipe Corredor Grant Margeson Andrew M. Holmes Jeff Nardinelli Lindsay Cooper QUINN EMANUEL URQUHART & SULLIVAN, LLP 50 California Street, 22nd Floor San Francisco, CA 94111-4788	gewaymo@quinnemanuel.com
Leo P. Cunningham Wilson Sonsini Goodrich & Rosati 650 Page Mill Road Palo Alto, CA 94304-1050 <i>Attorneys for Plaintiff Waymo LLC</i>	lcunningham@wsgr.com

1 2 3 4 5 6	I. Neel Chatterjee GOODWIN PROCTER LLP 135 Commonwealth Drive Menlo Park, CA94025 Brett M. Schuman Rachel M. Walsh GOODWIN PROCTER LLP Three Embarcadero Center San Francisco, California 94111 <i>Attorneys for Defendant Otto Trucking LLC</i>	nchatterjee@goodwinlaw.com bschuman@goodwinlaw.com rwalsh@goodwinlaw.com
7 8 9 10	John L. Cooper Farella Braun + Martel LLP Russ Building 235 Montgomery Street, 17th Floor San Francisco, CA 94104 <i>Special Master</i>	JCooper@fbm.com MCate@fbm.com

11 I declare under penalty of perjury that the foregoing is true and correct. Executed at Palo
12 Alto, California, this 23rd day of June 2017.

13 Ethel Villegas

14 (typed)

15 /s/ Ethel Villegas

16 (signature)